

GNRHS Board of Directors – Minutes



July, August, October, November,
December 2025

MINUTES of GNRHS Board of Directors Meeting

July 9, 2025

6 Directors attending: Mac McCulloch, Gary Thurow, Barry Schreiber, Tom Lambrecht, Dan Bolyard, Paul O’Neil

Absent: Mark Wilson

Also attending: Andrew Klamka and Gary Laakso

Meeting Called to Order at 1800 Mountain Time.

NEW BUSINESS – Approved May Minutes.

As information, the BOD Adopted Young Goats Initiative, via email vote. Motion passed 7-0.

NEW BUSINESS – Treasurer Sornsins advised earlier that audit is expected to be completed this month which will enable publication of 2024 financial statements in September Goat. *Tabled to August BOD meeting because Bill was not attending.*

NEW BUSINESS – Andrew Klamka proposal to reduce dues for directors and officers. Discussion was held; we will not proceed at this time.

OLD BUSINESS – AFE digitizing project.

Mac advises that finding an archivist to plan the scanning project has proved more difficult than anticipated. In that search someone brought up the environmental conditions that the documents are currently and prospectively stored in. His issue was humidity and associated mold and mildew. We need to address this issue in our planning.

As information, Mac plans to spend Tuesday September 9 giving tours of JSRH to MNHS personnel and digitization contractors.

Mac is working to locate an archivist.

OLD BUSINESS – Membership and Recruitment. Gary Thurow.

Gary stated train shows are becoming more expensive to organize and attend. Discussion on using digital and traditional print media to reach potential members.

OLD BUSINESS – Budget.

Draft 2026 budget was topic for discussion and adoption this month. Also consider a dues increase.

Discussion and questions about the accuracy of membership dues in the draft budget document. It was suggested actual numbers for 2023 and 2024 should be added to the Draft Budget Document, and further discussion is tabled to August BOD.

Barry made a motion to raise 2026 and following years membership dues by \$5 per year for all categories of membership. An amendment was offered to increase the membership dues by \$10 per year for all categories of membership. A second amendment was offered to hold digital subscriptions at current prices and to make digital publications available to all GNRHS members. The second amendment passed 6-0. The first amendment passed 4-0. Tom, Paul, Mac, and Dan voted yea. Gary and Barry voted nay. Both amendments were adopted.

The action restated as a single motion was “A motion was made to increase the membership dues effective January 1, 2026 by \$10 per year for all categories of membership, except for those categories where the publications are delivered digitally.”

ANY NEW BUSINESS FROM THE FLOOR?

HERITAGE FUND GRANT REQUEST- Gary Thurow

A Heritage Fund Grant request was made by Gary Thurow on behalf of the New Brighton Area Heritage Society to aid in the painting restoration of GN Caboose X271 in the amount of \$1500.

Gary made a motion for the BOD to approve the request for Heritage Fund in the amount of \$1500 to the New Brighton Area Heritage Society for repainting of their caboose X271. Motion approved 4-0 Gary, Paul, Dan, Barry voting yea. Mac and Tom voted nay.

Meeting adjourned 1924 Mountain Time.

MINUTES of GNRHS Board of Directors Meeting
August 13, 2025

Attendees: Directors Mac, Mark, Barry, Tom, Paul, Gary. Also Bill Sornsin, Gary Laakso and Joel Weeks

CTO: 1801 Mountain Time

NEW BUSINESS – July minutes approved 6-0 on motion by Gary T.

NEW BUSINESS – Treasurer Sornsin advises that audit of 2023 financial statements has been completed.

NEW BUSINESS - Mac moved that we accept the audited 2023 financial statements, and the unaudited 2024 financial statements, and authorize publication of 2023 and 2024 financial statements in the September Goat. Motion Approved 6-0.

HERITAGE GRANT- Gary Thurow made a motion to grant Nisswa Area Historical Society \$1500 for painting GN X-27 caboose red. Motion approved 6-0.

NEW BUSINESS – Discussed briefly Doug Complin's health issues and Don McGlothlin's resignation from several committees. The society needs to recruit for these positions.

NEW BUSINESS- Mac made a motion to award Gary Thurow a ROCKY AWARD during the GNRHS Convention in September. Motion approved 5 – 1 (Gary Thurow abstained).

NEW BUSINESS – Chart of Account issues.

Our Balance Sheet includes an asset account entitled Publishing Reserve Fund, established in the Operating Manual, Part V – Finances, Item F, which sets aside \$12,000 ‘to cover emergency publication costs.’ To the best of my knowledge this has never been used. Mac recommends that we eliminate this item and return the money to our main fund which can be used for any purposes. Mac made a motion to eliminate the Publishing Reserve Fund and direct the Treasurer to restore the \$12,000 now in the Publishing Reserve Fund to our Unrestricted Undesignated Net Assets Account. Motion passed via email vote: 7-0.

Our Balance Sheet also includes an Archival Fund established in the Operating Manual, Part V – Finances, Item G which ‘... is intended to support the archival and preservation activities at Jackson Street Roundhouse (St. Paul, MN) and Pacific Northwest Railroad Archive (Burien, WA. The fund remains as a repository for any restricted donations.’

Given that we are anticipating a major fundraising effort to digitize our AFE and perhaps related collections, Mac and Bill have reviewed this item and conclude that it is appropriate for our purpose.

NEW Business – Accept PNRA ‘Custodial Agreement’

This new agreement is styled as a ‘Custodial Agreement’ instead of a lease on their lawyer’s advice. No practical change. Mac made a motion to approve Custodial Agreement, 2025. Motion approved 6-0.

NEW BUSINESS – September Meeting. Five members will attend convention; a meeting will occur at convention if necessary. Paul and Dan not attending convention.

OLD BUSINESS – AFE digitizing project.

Finding an archivist to plan the scanning project has proved more difficult than anticipated. In that search someone brought up the environmental conditions that the documents are currently and prospectively stored in. His issue was humidity and associated mold and mildew. We need to address this issue in our planning.

Per Mac “We have three proposals to plan the scanning project. One from the Macro Group, who I was referred to by a contract scanning company, was the highest at \$12,600. The lowest was from Shandi Burrows at \$2,000. She does scan work, and I think would like to do ours, but I am concerned that she may be too focused on selling herself for the next step. I recommend we accept the proposal from SEARCH, which has no association with any scanning providers”

Mark offers the following motion ‘The President is authorized and directed to enter into a consulting contract with SEARCH to plan our AFE digitization project as described on the attachment.’ Motion Accepted 6-0.

As information, Mac plans to spend Tuesday September 9 giving tours of JSRH to MNHS personnel and digitization contractors.

OLD BUSINESS – Budget.

Draft 2026 budget for discussion and adoption. Last month questions were raised about dues revenue which Mary reported was substantially less so far this year than budget for 2025 and 2026. Gary moved to accept draft budget as presented. Motion passed 6-0.

OLD BUSINESS – Departmental Reports Reminder

It is time to begin to make your annual Departmental Reports for 2024 to the membership. Format is up to you but should include: your accomplishments for the year, your budget and expenditures, and program changes made or suggested to the board. Include a 5–10-minute PowerPoint for the annual meeting.

INFORMATION – As of July 31, the store has 75 advance orders for the Rapido Phase IV U25B, need 100. We have at least until September before we must order. Think about whether we should order units for the store to make the minimum? Current orders would bring \$5,509 to the store.

As information, FOBNR is searching for new leadership positions.

ANY NEW BUSINESS FROM THE FLOOR?

REMINDER – Chas Bettendorf has agreed to organize a one-day event somewhere in Minnesota in the fall of 2026. In January 2025 the Board informally authorized and directed Chas to organize a one-day event somewhere in Minnesota during the spring of 2026 and agreed to pay a reasonable use fee to the venue if necessary. Mac has agreed to fall of 2026 due to Chas's persuasive arguments for fall rather than spring.

REMINDER - The Board has not yet considered what it should do given Mary's imminent retirement as NCO and the non-response of the membership to Mac's repeated calls for new people to step forward to fill the roles of NCO and Convention Registrar. We must now begin to consider alternative management structures for our traditional Sunday – Wednesday conventions.

REMINDER - If we are to continue our traditional multi-day convention, we need to find a successor to Mary as National Convention Officer. She will retire from that post after 2025. John Coy is now working on a multi-day convention at Essex MT in 2026. The Board has directed convention planning efforts to Duluth Minnesota for 2027, a location to be determined in Washington, Oregon, or Idaho for 2028, and Butte Montana as our western location in 2030.

Meeting adjourned at 1901 Mountain Time

NO SEPTEMBER BOARD OF DIRECTORS MEETING

MINUTES of GNRHS Board of Directors Meeting October 8, 2025

Called to order 19:01 Central Time. Directors Present: McCulloch, Thurow, Bolyard, Schreiber, Wilson, Lambrecht.

NEW BUSINESS – Gary Thurow moved and Mark Wilson seconded that we approve the August minutes. Approved 6-0

NEW BUSINESS – We have several positions we need to recruit for, see lists *attached, Election & Committees.*

NEW BUSINESS not on agenda – Don Davies, agent for artist Larry Fisher, has offered to donate an Artist's Proof of the Fisher painting entitled 'Rivals meet in Minneapolis' depicting GN train #32 and NP #26 at Minneapolis depot on a winter day in 1964, AND a copy of Fisher's coffee table book 'Larry Fisher - The Master of Rail Art'. Retail value of each item is \$495. Don will ship and Mac has agreed that GNRHS will pay the cost of shipping.

We discussed how to best utilize these gifts. Options included: as a gift to a randomly selected member of the GNRHS as of some date, as a gift to a randomly selected new member, a randomly selected new member who signed up for two or three years, as above except all members who renewed or jointed, as a raffle item, as a gift to those who donate at least \$100 to an Archive Fund drive. The Board informally decided to have Paul develop a marketing plan for these items.

NEW BUSINESS – The Company store processed order 8001 on September 16. Since we started at order 1000, we have processed 7,000 orders through Shopify.

Received as information.

NEW BUSINESS – The Company store has presold 83 U25B models. Mac plans to order enough to meet our required minimum of 100 orders. That would be 17 at a cost of \$3,857. Mac expects to sell additional units between now and the actual arrival date, so our commitment will not exceed the above figure and could be significantly less.

Mac offers following motion. The store manager's budget is increased \$4,000 for the year 2025 or 2026 to enable him to purchase up to 17 Rapido U25B models for store inventory so that we can place an order for 100 units later this year.

Motion by McCulloch, seconded by Wilson. Approved 6-0
During discussion the question of applicability of Washington State Inventory Tax was raised. Bill Sornsin will investigate and advise.

NEW BUSINESS – With Mary's retirement as Membership Secretary, this is an opportune time to consider new software to support the membership function. Mary has advised both Mac and Bill that most time-consuming portion of her work does NOT involve the member database, so even perfect software will not save her significant time and effort. Bill S. discussed software options for future use.

We now use the Access database program on a portable computer which is a dinosaur. NPRHS uses SharePoint, an old Microsoft spreadsheet. We have the licenses to use MS Excel which is now online in the cloud. Bill suggests that we move to Google Sheets which is free, exists in the cloud, and may be opened to more than one user. The sense of the Board was that we should transition to Google Sheets at a pace Mary is comfortable with and by the end of 2025.

NEW BUSINESS – To improve our ability to carry out the AFE Digitization project, Mac offers the following motion 'The Board of Directors herewith establishes a new 'Other' Officer position, Director Archive Digitization. This person is designated and authorized to lead the GNRHS Archive Digitization project, including fundraising for that project. This person is explicitly authorized to execute contracts as necessary to accomplish these purposes, subject to Board approval.'

Motion by Mac, seconded by Barry. Passed 6-0.

NEW BUSINESS – Mac received a letter just before our recent convention from Mr. Ron Euteneaur advising that the City of St. Cloud would like to remove the large granite statue of James J. Hill from its current location on city property to perhaps the STAR Rail site in Waite Park. Barry advises that this is now only talk. No proposal for GNRHS action.

NEW BUSINESS – Mac announced that he will not stand for reelection to the office of President.

Gary Thurow announced that he will stand for President in January 2026

OLD BUSINESS – AFE digitizing project update.

Mac spent Tuesday September 9 giving a tour of JSRH to MNHS personnel, and Bob Kelly demonstrated our current online index. I think they were impressed by what we have accomplished and gave us tips about the Minnesota grant process that Mac intends to tap for about \$250,000 for the year 2027.

We have retained SEARCH to design our scanning project. Their archivist visited JSRH yesterday. Their report should be available in 30-60 days.

Next step is to hire a fundraising consultant and a separate consultant to write one or more grants.

There being no new business from the floor Gary Thurow moved to adjourn and Mac seconded, Passed 6-0. Adjourned 2010 Central Time.

REMINDER - regarding Mary's imminent retirement as NCO, need to fill roles of NCO and Convention Registrar, future convention plans – see August minutes.

MINUTES of GNRHS Board of Directors Meeting

November 12, 2025

Attendees- O'Neil, Lambrecht, McCulloch, Thurow, Bolyard, Wilson, Schrieber

Guests included: Bettendorf, Sornsins, McGinley, Laakso

Meeting called to order – 1801 – Mountain Time.

NEW BUSINESS –Mac made the motion to approve October minutes, seconded by Secretary O'Neil - Approved 7-0.

OLD BUSINESS – Fisher art - Paul's proposal was presented, and discussion resulted in the following decisions:

- BOOK - New Member Drive – December Dec 1 – Dec 31 2025– award to new member within December timeline per Paul's proposal.
- ARTIST PROOF – Award to GNRHS Members who sign up as Sustaining Members in first Quarter of 2026. Jan 1 – March 31, 2026.

Gary made a motion to start a campaign Dec 1, 2025 for new members, and sustaining membership drive, end date March 31, 2026. Seconded by President McCulloch. Motion passed 7-0.

OLD BUSINESS – We have several positions we need to recruit for, see *Election & Committees* lists attached to last month's agenda.

The BOD discussed various alternatives for these positions and Mac encouraged BOD members to invite people they know to consider one of these important roles.

OLD BUSINESS – AFE DIGITIZING PROJECT

We retained SEARCH to design our scanning project. Their report pointed out that our AFE files are now held in a physical environment that is not conducive to preservation of

archival materials, including specifically lack of climate control. Ideal conditions are a stable temperature of 60-65 degrees F, and a relative humidity of 40%.

Per page 6, our next planning step is to determine the final disposition of the AFEs, which is to keep them. Next, we need to develop a physical collection management plan based on the assumption that the AFEs remain at Jackson Street.

Separately, Mac plans to hire a consultant to write two grant applications to the State of Minnesota. One will be for a small grant of \$20,000 to be awarded in 2026 to fund test scans, including design and to manage the scanning process. The second grant application grant will be for about \$250,000 for the year 2027 to begin the scanning process on a production basis. In addition, we expect to hire a fundraising consultant early next year.

Mac has nominated himself to the archives committee, which will be voted on in January.

OLD BUSINESS – With Mary's retirement as Membership Secretary, now is the time to consider new software to support the membership function. Last month Bill Sornsins suggested that we move to Google Sheets on or about January 1, 2026. The board informally accepted Bill's recommendation.

In addition, the Board has almost run out of time to recruit a new Membership Secretary. Potential candidates were discussed.

NEW BUSINESS FROM THE FLOOR?

Bill McGinley raised a question regarding Membership, Store, and Website software.

Mac answered that the board is planning on transferring membership software to Google Sheets in January.

Bill McGinley was disappointed that no one has looked at the Club Express Software which he is proposing. Bill Sornsins stated that the correct process for selecting software is to first do a needs analysis to determine the problem we are trying to solve and then evaluate candidates in terms of these items. Mac expressed concerns about the costs and benefits associated with the proposed new software.

Mac has discussed with Mary the impact of a software change. Mary indicated the vast majority of her work is not directly related to software. Most is administrative, including sending member packets and preliminary accounting for the Treasurer.

Mac suggested that Bill McGinley defer the further discussion of software issues until he is formally seated as a member of the board in January.

REMINDER – Regarding convention officers and future conventions – see prior minutes

Adjournment: Secretary O'Neil moved to adjourn the meeting, Tom Lambrecht seconded. Meeting adjourned at 1913: Motion passed 7-0.

Minutes of GNRHS Board of Directors Meeting

December 10, 2025

7 BOD members present:

Tom L, Barry S, Dan B. Gary T. Mark W. Paul O. Mac McC. Gary L.

Also: Bill S. Chas B. Wm. McGinley

Call to Order: 1800, MST.

NEW BUSINESS – Approve November minutes. Moved by Paul O’Neil, seconded by McCulloch; Approved 7-0.

NEW BUSINESS – Have a draft of the Radisson Hotel contract for Duluth Convention. They have blocked off 100 rooms. Our rate will be \$119 per night. Board reviewed there were no objections. President McCulloch will sign the contract.

NEW BUSINESS – Scott Tanner has stepped forward to take on the crucial role of Membership Secretary for a two-year period. He and Bill Sornsin plan to move to Google Sheets for membership records going forward.

OLD BUSINESS – AFE DIGITIZING PROJECT

President McCulloch has a fundraising proposal from Strategic Consulting of St. Paul and plans to sign a contract with them before the end of the year, as authorized by Board motion dated May 14, 2025.

The next step is to hire a consultant to write a small grant from the State of Minnesota requesting up to \$20,000 for a Pilot Project by SEARCH. This should be awarded in spring 2026 to fund a pilot project including design and test of our process to manage the scanning project. We could then apply for a large grant of up to \$150,000 to be written by Bluestem for the 2027 grant cycle to begin the scanning process in 2028.

President McCulloch made the motion to direct and authorize him to develop a plan to digitize our archival materials including photos, AFEs and RPC books, including related maps, drawings, and correspondence and make this material available for public use on the internet. He is specifically directed and authorized to spend no more than \$5,000 for consulting fees to apply to the State of Minnesota for a small (up to \$20,000) grant to design and implement a pilot project to develop, demonstrate, and prove our digitization plan. Motion was seconded by Director O’Neil, and passed 7-0.

The sense of the Board was that the entire SEARCH report should be placed on the GNRHS.org website, and that Mac should convey the essence of the document to the general membership.

ANY NEW BUSINESS FROM THE FLOOR?

William McGinley has volunteered to assist Mac McCulloch in writing the grant for the pilot project by Search.

William McGinley asked about the AFE's, photos, slides and blueprints and how much has been cataloged and or scanned digitally so far. While detailed figures are not available, we have 110,000 AFE index items now available in the ATOM software hosted by the PNRA. The AFE scanning project is intended to place actual AFEs in the file, along with correspondence for most types of AFEs.

Barry Schrieber suggested we indicate to GOAT readers, GNRHS.org viewers, and a social post to show our members and followers an update of the digitization efforts.

Meeting adjourned - moved by Director Thurow, seconded by Director O'Neil, adjourned 1902, MST.